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COUNSELORS AT LAW
7-1294010
RECORDATION NO. 8396-C
MAY 9 1977-10 20 AM
Date MAY 9 1977
FEB 8 30 -
INTERSTATE COMMERCE COMMISSION
RECORDATION NO. 8396-F
May 4, 1977
MAY 9 1977-10 20 AM
INTERSTATE COMMERCE COMMISSION

540 MADISON AVENUE
NEW YORK, N.Y. 10022

TEL: (212) 838-6670

TWX: 7105815043

CABLE: "GLEWIN"

Filed & Recorded

Office of the Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Re: File No. 8396A
File No. 8396B

RECORDATION NO. 8396-F
Filed & Recorded

MAY 9 1977-10 20 AM

INTERSTATE COMMERCE COMMISSION

Dear Sir:

There is enclosed herewith the following:

1. Three (3) copies of a Release and Reassignment duly executed by the National Central Bank of York, Pa., re-assigning to Emons Leasing Co., Inc. the Conditional Sale Agreement which was filed in your office on July 1, 1976 under File No. 8396A and which Conditional Sale Agreement was assigned to National Central Bank by Agreement and Assignment filed with Interstate Commerce Commission on July 1, 1976 under File No. 8396B;

2. Three (3) executed copies of a Satisfaction of
Chattel Mortgage and Security Agreement duly executed by
National Central Bank of York, Pa. The Chattel Mortgage and
Security Agreement referred to in the Satisfaction enclosure
refers to a Chattel Mortgage filed with the Interstate Commerce
Commission on July 1, 1976 and filed under File No. 8396A.
INTERSTATE COMMERCE COMMISSION
RECEIVED
MAY 6 1977
ADMINISTRATIVE SERVICES
MAIL UNIT

3. Three (3) copies of a Bill of Sale from Emons Leasing Co., Inc. to Maryland And Pennsylvania Railroad Company. This refers to the Conditional Sale Agreement filed with the Commission on July 1, 1976 under File No. 8396A;

4. Check to the order of the Interstate Commerce Commission for an amount which has been left blank. Would you be good enough to fill in the amount of the filing fees and return to us your usual receipt and acknowledgment of the filing of the enclosures together with the amount for which the check has been filled in.

Very truly yours,
FEE OPERATION
I.C.C.

Melvin S. Slade
MAY 9 10 17 AM '77

MSS:ig
Enc.

cc: Mr. Robert Grossman
Mr. Charles F. Kiley
BT Equipment Leasing

RECEIVED

BILL OF SALE

RECORDATION NO. 8396 Filed & Recorded

MAY 9 1977-10 22 AM

UNIVERSAL COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS, that EMONS LEASING CO., INC., a New Jersey corporation, for and in consideration of the sum of One Dollar (\$1.00) lawful money of the United States to it in hand paid, at or before the ensealing and delivery of these presents by the Maryland & Pennsylvania Railroad Company, a corporation organized under the laws of the Commonwealth of Pennsylvania and the State of Maryland, the receipt whereof is hereby acknowledged, has bargained and sold, and by theses presents does grant and convey unto the said Maryland & Pennsylvania Railroad Company, its successors and assigns the one-hundred railroad box cars listed and more particularly described on the annexed Exhibit "A", which were the subject of a Conditional Sales Agreement dated May 27, 1976 between Emons Leasing Co., Inc., as Vendor and the Maryland & Pennsylvania Railroad Company, as Vendee.

TO HAVE AND TO HOLD the same unto the said Maryland and Pennsylvania Railroad Company, its administrators and assigns forever, AND Emons Leasing Co., Inc. does covenant and agree to and with the Maryland & Pennsylvania Railroad Company, warrant and defend the sale of the aforesaid railroad boxcars hereby sold against all and every person and persons whomsoever.

IN WITNESS WHEREOF, Emons Leasing Co., Inc. has set its hands and corporate seal or caused these presents to be signed by its proper corporate officers and caused its proper corporate

EXHIBIT "A"

One hundred (100) Seventy ton, 50'6", Single sheathed, Outside stake, rigid underframe, general purpose, box cars, Class "XM", numbered consecutively starting with MPA 9200 through 9299, inclusive.

PRESENT MARKINGS

MPA 9200-9299, inclusive

COMMONWEALTH OF PENNSYLVANIA)

COUNTY OF YORK)

SS.:

On the 2nd day of May, 1977 before me came Robert Grossman
to me known, who, being by me duly
sworn, did depose and say that he resides at 865 Hickory Hill Lane,
York, Pa. and that he is the President of
Emons Leasing Co., Inc., the corporation described in, and which
executed, the foregoing instrument; that he knows the seal of said
corporation; that the seal affixed to said instrument is such
corporate seal; that it was so affixed by order of the Board of
Directors of said corporation; and that he signed his name thereto
by like order.

MY COMMISSION EXPIRES

JANUARY 31, 1981

YORK, YORK COUNTY, PA.

Edgce Howatnowic
Notary Public